

EXHIBIT A

(Resolutions)

**UNANIMOUS WRITTEN CONSENT OF
MEMBERS AND MANAGER OF CURITEC, LLC**

The undersigned, constituting all of the members (the “Members”) and the manager (the “Manager”) of Curitec, LLC, a Florida limited liability company (the “Company”), and in accordance with that certain Operating Agreement of Curitec, LLC dated October 16, 2018 (as the same may have been or may be amended from time to time) (the “Operating Agreement”), and with all Members and the Manager consenting to the actions being taken herein without a meeting, hereby consent to, approve, and adopt the following resolutions by unanimous written consent:

WHEREAS: The Members and Manager have reviewed and evaluated: the financial and operating condition and prospects of the Company, the Company’s assets, and the Company’s current and long-term liabilities; the suspension of payments from Medicare and the consequences of the same upon the Company, its finances, its creditors, and other parties; and the possibility of seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), including the provisions of subchapter V of chapter 11 of the Bankruptcy Code, to pursue relief available under the Bankruptcy Code, including reorganization;

RESOLVED: That the Members and Manager have determined, in the good-faith exercise of their reasonable business judgment, that it is desirable and in the best interests of the Company and its creditors and other interested parties that the Company file a voluntary petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code, including, to the extent applicable, the provisions of subchapter V of chapter 11 of the Bankruptcy Code; and further

RESOLVED: That the Authorized Person (defined below) be and hereby is authorized and empowered, on behalf of, and in the name of, the Company to execute and verify or certify a petition under chapter 11 of the Bankruptcy Code, including as a small business debtor under subchapter V of chapter 11 of the Bankruptcy Code, and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of Texas or any other appropriate bankruptcy court (the “Bankruptcy Court”) at such time as the Authorized Person shall determine; and further,

RESOLVED: That the Members and the Manager reaffirm the provisions of the Operating Agreement making Nicholas Percival the Manager and, as Manager and chief operating officer of the Company, Mr. Percival (the “Authorized Person”) be and hereby is authorized on behalf of, and in the name of, the Company, to execute and file any and all petitions, schedules, motions, lists, applications, pleadings, debtor-in-possession loan documents, sale transaction documents, and other similar papers, and to take any and all such other and further actions which the Company or its legal counsel may deem necessary or appropriate to file the voluntary petition for relief under

chapter 11, and to take and perform any and all further acts and deeds that the Authorized Person deems necessary, proper, and desirable in connection with a chapter 11 case of the Company, with a view to the successful prosecution of such case, including, without limitation, seeking authority to borrow under a pre- or post-petition credit facility, to grant liens and other security therefor, seeking authority to sell all or substantially all of the Company's assets, retaining professionals in the chapter 11 case, preparing and executing necessary documentation and reporting, and filing and prosecuting a plan as provided for under chapter 11 of the Bankruptcy Code; and further,

RESOLVED: That the Authorized Person be and hereby is authorized and directed to take such actions and to make, sign, execute, acknowledge, and deliver (and record in a relevant office, if necessary) any and all such documents listed above (including exhibits thereto), including any and all affidavits, orders, directions, certificates, request, receipts, financing statements, or other instruments as may reasonably be required to give effect to these resolutions, and to execute and deliver such agreements (including exhibits thereto) and related documents, and to fully perform the terms and provisions thereof; and further,

RESOLVED: That the Authorized Person be and hereby is authorized and directed, on behalf of, and in the name of, the Company, to retain the law firm of Dentons, including Dentons US LLP and Dentons Bingham Greenebaum LLP, as general bankruptcy counsel to the Company in connection with the chapter 11 case (and to retain any additional specialized counsel as necessary), if the Authorized Person determines that filing of a voluntary petition for relief is proper, to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to pay Dentons (and other retained counsel) at its standard hourly rates in connection with its representation of the Company, and to provide Dentons (and other retained counsel) with a retainer in an amount to be agreed upon by Dentons (and other retained counsel, if appropriate) and the Company, with such retainer to be held as security for payment of fees and expenses in the chapter 11 case, and to reimburse Dentons (and other retained counsel, if appropriate) for any actual expenses incurred in connection with its employment by the Company; and further,

RESOLVED: That the Authorized Person be and hereby is authorized and directed, on behalf of, and in the name of, the Company, to retain the advisory firm of Ankura Consulting Group, LLC ("Ankura"), as financial advisor in connection with the chapter 11 case, if the Authorized Person determines that filing of a voluntary petition for relief is proper, and to pay Ankura at its standard hourly rates in connection with its representation of the Company, and to provide Ankura with a retainer in an amount to be agreed upon by Ankura and the Company, with such retainer to be held as security

for payment of fees and expenses in the chapter 11 case, and to reimburse Ankura for any actual expenses incurred in connection with its employment by the Company; and further,


RESOLVED: That the Authorized Person be and hereby is authorized and directed, on behalf of, and in the name of, the Company, to retain and engage all assistance by legal counsel, accountants, investment banking advisors, financial advisors, and other professionals, subject to approval of the Bankruptcy Court, to perform any and all further acts and deeds that the Authorized Person deems necessary, proper, advisable, or desirable in furtherance thereof with a view to the successful prosecution of the Company's chapter 11 case; and further,

RESOLVED: That all of the acts and transactions relating to matters contemplated by the foregoing resolutions of the Authorized Person, the Company's Members and Manager, or their respective designees, in the name and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved, and ratified.

[Remainder of page intentionally left blank]

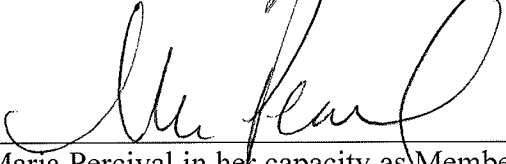
MEMBERS AND MANAGER OF CURITEC, LLC:

Date: 03/01/2023



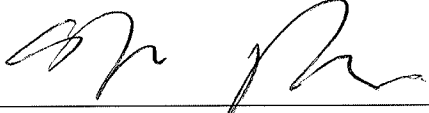
Nicholas Percival in his capacity as Member

Date: 03/01/2023



Maria Percival in her capacity as Member

Date: 03/01/2023



Nicholas Percival in his capacity as Manager